

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PACHLER CHRISTOPH</u> (Last) (First) (Middle) <u>C/O FAZE HOLDINGS INC.</u> <u>720 N. CAHUENGA BLVD.</u> (Street) <u>LOS ANGELES CA</u> <u>90038</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FaZe Holdings Inc. [FAZE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>COO/CFO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/21/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>12/20/2022</u>	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/21/2022		A		520,000 ⁽¹⁾	A	\$0	520,000	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

1. On November 21, 2022, the Issuer granted a restricted stock unit award ("RSU") to the Reporting Person for 520,000 shares. 186,667 shares would vest in two installments (50% on the first anniversary of September 30, 2022, and the remaining 50% on the second anniversary of September 30, 2022) (the "Time-Based Portion"). 333,332 shares were subject to performance-based vesting (the "Performance-Based Portion"). On December 20, 2022, the Reporting Person filed a Form 4 to report the grant of the Time-Based Portion. The Performance-Based Portion was not previously reported. On May 31, 2023, the Issuer amended the terms of the RSU. Of the 520,000 shares, 173,328 shares fully vested on May 31, 2023, and the remaining 346,672 shares vest in equal monthly installments starting from June 30, 2023, through September 30, 2024. This amendment updates the number of shares subject to the RSU granted on November 21, 2022, and the revised vesting schedule as of May 31, 2023.

/s/ Christoph Pachler 06/05/2023
 ** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.